

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
FINANCIAL STATEMENTS
JUNE 30, 2008

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Independent Auditors' Report

To the Management
Drinking Water Revolving Loan Fund
Dover, Delaware

We have audited the accompanying financial statements of Drinking Water Revolving Loan Fund (the Fund) of the State of Delaware, as of and for the years ended June 30, 2008 and 2007, as listed in the index. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 1, the financial statements present only the Fund and are not intended to present the financial position of the State of Delaware, and the results of its operations in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Fund, as of June 30, 2008 and 2007, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, we have also issued our report dated August 31, 2008, on our consideration of the Fund's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

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Independent Auditors' Report (Cont'd.)

Management's Discussion and Analysis on pages 3 through 7 is not a required part of the basic financial statements but is supplementary information as required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on pages 27 through 32 is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McBride, Shopa & Co

Wilmington, Delaware
August 31, 2008

MANAGEMENT'S DISCUSSION AND ANALYSIS

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS
JUNE 30, 2008

The State of Delaware Drinking Water Revolving Loan Fund (the Fund) established through Chapter 79, Title 29, Subsection 15 of the Delaware Code, provides financial assistance to eligible public water systems in Delaware for the planning, design and construction of drinking water facilities as well as loans for land acquisition for source water protection purposes. The Fund is funded through federal capitalization grants as established under Section 1452 of the Safe Drinking Water Act. The Act requires the State of Delaware to provide matching funds equal to 20 percent of federal funds received.

The Fund is administered by the State of Delaware, Department of Health and Social Services (DHSS), Division of Public Health (DPH) under the supervision of the Governor's Cabinet Committee on State Planning Issues. DPH's primary activities include making loans, providing direct assistance and managing the Fund to meet the objectives of the Safe Drinking Water Act.

The Fund is made up of five sub-funds, each of which is considered a separate accounting entity. The primary activity of the Loan Fund is the issuance of loans. The four Set-aside Sub-Funds are used to account for the proceeds of specific grant revenues that are legally restricted to expenditures for specific purposes.

The Fund's activities are accounted for as a distinct operating unit within the DPH. Accordingly, the financial statements of the Fund are intended to present the financial position and the results of operations of only that portion of the funds of the State of Delaware that is attributable to the transactions of the Fund.

The Fund is accounted for as an enterprise fund. The accrual basis of accounting is utilized in enterprise funds. Revenue is recognized when earned and expenses are recognized when the liability is incurred.

This section of the Fund's annual financial report presents management's discussion and analysis of the Fund's financial performance for the fiscal year ended June 30, 2008. All amounts in Tables 1 and 2 of management's discussion and analysis are in thousands of dollars unless otherwise noted. It must be read in conjunction with the Fund's financial statements, which follow this section.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS (Cont'd.)
JUNE 30, 2008

Financial Highlights

The Fund realized a change in net assets of \$15,193,390 in fiscal year 2008, which represents a decrease of 5.4% from the change in net assets of \$16,068,556 in fiscal year 2007 due to decreased loan activity.

Grant revenue recognized from the Federal and State governments totaled \$15,306,098 in fiscal year 2008, a 8.4% decrease from fiscal year 2007 due to decreased loan activity.

Loans made totaled \$13,242,088 during this fiscal year, which represents a decrease of \$1,634,689 from the previous year. This is a decrease of 11.0% because of decreased new applications and draws on existing loans from municipalities and others through the State.

Loan collections (principal) totaled \$1,168,141 during this fiscal year. This represents an overall increase of \$399,770, or 52.0% from the prior year because more loan recipients have completed their projects, at which time repayments of principal amounts are required to take place.

Statement of Net Assets

The total net assets of the Fund for year ending June 30, 2008 increased by \$15,193,390. The following condensed statement of net assets (Table 1) shows a summary of changes in dollars and percentages between fiscal years.

Cash increased approximately \$3.0 million, 22.7%, to \$16,292,993 as matching funds due from the State were received. Loans receivable increased by \$12.1 million, 33.6%, to \$48,006,498 million, mostly as a result of the issuance of five new loans and more draws on eight existing loans. Federal grants receivable decreased by approximately \$4,151,500, 99.6%, mostly due to the timing of reimbursements from EPA during the fiscal year ended June 30, 2008.

State advances increased identically to Federal grants receivable as this account represents amounts advanced to the Fund in anticipation of Federal grants as of June 30, 2008. Deferred revenue from the State match decreased by \$1,128,964, 16.1%, as the State drew down its match to fund thirteen loan disbursements during the fiscal year, but it received a new grant from EPA which required a match that was deposited into the Fund, which alleviated the overall decrease.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS (Cont'd.)
JUNE 30, 2008

TABLE 1
NET ASSETS
(Thousands of Dollars)

	<u>2008</u>	<u>2007</u>	<u>Increase (decrease)</u>	<u>Percent Change</u>
CURRENT ASSETS				
Cash	\$ 16,293.0	\$ 13,279.0	\$ 3,014.0	22.7
Loans, current portion	4,113.0	494.1	3,618.9	732.4
Loan interest	468.2	279.8	188.4	67.3
Loan to Drinking Water Grant Fund	273.2	1,273.2	(1,000.0)	(78.5)
Federal grants receivable	<u>16.0</u>	<u>4,167.5</u>	<u>(4,151.5)</u>	<u>(99.6)</u>
Total current assets	21,163.4	19,493.6	1,669.8	8.6
NONCURRENT ASSETS				
Loans, net of current portion	<u>43,893.5</u>	<u>35,438.5</u>	<u>8,455.0</u>	<u>23.9</u>
Total assets	<u>\$ 65,056.9</u>	<u>\$ 54,932.1</u>	<u>\$ 10,124.8</u>	<u>18.4</u>
LIABILITIES				
State advances	\$ 16.0	\$ 4,167.5	\$ (4,151.5)	(99.6)
Refundable advance	211.8	-	211.8	DIV/0
Deferred revenue - state match	<u>5,863.5</u>	<u>6,992.5</u>	<u>(1,129.0)</u>	<u>(16.1)</u>
Total Liabilities	6,091.3	11,160.0	(5,068.7)	(45.4)
NET ASSETS - unrestricted	<u>58,965.6</u>	<u>43,772.1</u>	<u>15,193.5</u>	<u>34.7</u>
Total liabilities and net assets	<u>\$ 65,056.9</u>	<u>\$ 54,932.1</u>	<u>\$ 10,124.8</u>	<u>18.4</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS (Cont'd.)
JUNE 30, 2008

Statement of Revenue, Expenses and Changes in Net Assets

The following schedule summarizes the statement of revenue, expenses and changes in net assets of the Fund for the fiscal years ended June 30, 2008 and 2007.

Federal grant revenue for loans decreased by \$1,654,135, 14.1%, but the State match revenue increased by \$14,521, 0.5%. There was a decrease in demand from thirteen recipients for drawing down on their low-interest loans during the current year, however, the percentage of state match contributions increased based on grant provisions as outlined by EPA.

Federal grant revenue for set-aside sub-funds increased by approximately \$241,900, 11.0% due to increased activities in the set-aside sub-funds by the Office of Drinking Water.

Interest income from cash deposits increased by \$452,682, 79.6%, due mainly to increases in cash and cash equivalents held throughout the year and increases in interest rates (see Note 2).

Operating expenses increased by approximately \$241,989, 11.0%, due mainly to increased activity in the sub-funds by the Office of Drinking Water, especially with regards to subgrants as DNREC was able to spend its allocation more expediently during fiscal year 2008. Positions within the Office of Drinking Water were vacated during fiscal year 2008 and not filled due to the State's mandated hiring freeze, which curtailed the overall increase in expenditures.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS (Cont'd.)
JUNE 30, 2008

TABLE 2
CHANGES IN NET ASSETS
(Thousands of Dollars)

	<u>2008</u>	<u>2007</u>	<u>Increase (decrease)</u>	<u>Percent Change</u>
Operating revenue				
Loan origination fees	\$ 27.2	\$ 4.4	\$ 22.8	518.2
Interest income - loans	<u>1,272.6</u>	<u>983.6</u>	<u>289.0</u>	<u>29.4</u>
Total operating revenue	1,299.8	988.0	311.8	31.6
Operating expenses				
Salaries and related benefits	558.7	823.5	(264.8)	(32.2)
Contract services	460.3	439.7	20.6	4.7
Indirect costs	77.6	80.5	(2.9)	(3.6)
Subgrants	1,162.1	705.7	456.4	64.7
Supplies	50.0	49.5	0.5	1.0
Equipment	109.0	83.4	25.6	30.7
Travel	17.2	6.6	10.6	160.6
Training	<u>(1.2)</u>	<u>3.0</u>	<u>(4.2)</u>	<u>(140.0)</u>
Total operating expenses	<u>2,433.7</u>	<u>2,191.9</u>	<u>241.8</u>	<u>11.0</u>
Operating income (loss)	(1,133.9)	(1,203.9)	70.0	(5.8)
Non-operating revenue				
Interest income - cash deposits	1,021.3	568.6	452.7	79.6
Grant revenue - loans	10,097.5	11,751.6	(1,654.1)	(14.1)
Grant revenue - set asides	2,433.8	2,191.9	241.9	11.0
State match	<u>2,774.8</u>	<u>2,760.3</u>	<u>14.5</u>	<u>0.5</u>
Total non-operating revenue	<u>16,327.4</u>	<u>17,272.4</u>	<u>(945.0)</u>	<u>(5.5)</u>
Change in net assets	15,193.5	16,068.5	(875.0)	(5.4)
Net assets, beginning of year	<u>43,772.1</u>	<u>27,703.6</u>	<u>16,068.5</u>	<u>58.0</u>
Net assets, end of year	<u>\$ 58,965.6</u>	<u>\$ 43,772.1</u>	<u>\$ 15,193.5</u>	<u>34.7</u>

FINANCIAL STATEMENTS

STATE OF DELAWARE DRINKING WATER REVOLVING LOAN FUND
STATEMENTS OF FUND NET ASSETS
JUNE 30, 2008 AND 2007

ASSETS		
	<u>2008</u>	<u>2007</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 16,292,993	\$ 13,279,040
Loans receivable - current portion	4,113,021	494,103
Interest receivable - loans	468,208	279,847
Loan to Drinking Water Grant Fund	273,237	1,273,237
Federal grants receivable	<u>15,963</u>	<u>4,167,451</u>
Total current assets	21,163,422	19,493,678
NONCURRENT ASSETS		
Loans receivable - net of current portion	<u>43,893,477</u>	<u>35,438,448</u>
Total assets	<u>\$ 65,056,899</u>	<u>\$ 54,932,126</u>
LIABILITIES		
CURRENT LIABILITIES		
State advances	\$ 15,963	\$ 4,167,451
Refundable advance	<u>211,835</u>	<u>-</u>
Total current liabilities	227,798	4,167,451
LONG-TERM LIABILITIES		
Deferred revenue - state match	<u>5,863,512</u>	<u>6,992,476</u>
Total liabilities	6,091,310	11,159,927
NET ASSETS		
NET ASSETS - unrestricted	<u>58,965,589</u>	<u>43,772,199</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 65,056,899</u>	<u>\$ 54,932,126</u>

The accompanying notes are an integral part of the financial statements.

STATE OF DELAWARE DRINKING WATER REVOLVING LOAN FUND
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS
YEARS ENDED JUNE 30, 2008 AND 2007

	<u>2008</u>	<u>2007</u>
OPERATING REVENUE		
Interest income - loans	\$ 636,312	\$ 491,815
Interest income - administrative fees	636,312	491,815
Loan origination fees	<u>27,200</u>	<u>4,428</u>
Total operation revenue	1,299,824	988,058
OPERATING EXPENSES		
Salaries and related benefits	558,702	823,465
Contract services	460,302	439,702
Indirect costs	77,578	80,523
Subgrants	1,162,110	705,743
Supplies	50,039	49,487
Equipment	108,996	83,366
Training	(1,150)	2,983
Travel	<u>17,232</u>	<u>6,618</u>
Total operating expenses	<u>2,433,809</u>	<u>2,191,887</u>
Operating loss	(1,133,985)	(1,203,829)
NONOPERATING INCOME REVENUE		
Interest income - cash	1,021,277	568,595
Grant revenue	10,097,465	11,751,600
Grant revenue - set asides	2,433,809	2,191,887
State match	<u>2,774,824</u>	<u>2,760,303</u>
Total non-operating revenue	<u>16,327,375</u>	<u>17,272,385</u>
CHANGE IN NET ASSETS	15,193,390	16,068,556
NET ASSETS - BEGINNING	<u>43,772,199</u>	<u>27,703,643</u>
NET ASSETS - ENDING	<u>\$ 58,965,589</u>	<u>\$ 43,772,199</u>

The accompanying notes are an integral part of the financial statements.

STATE OF DELAWARE DRINKING WATER REVOLVING LOAN FUND
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2008 AND 2007

	<u>2008</u>	<u>2007</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Loan repayments	\$ 1,168,141	\$ 768,371
Interest received from borrowers	1,084,263	1,048,680
Loan origination fees	27,200	4,427
Loan disbursements	(13,242,088)	(14,876,777)
Salaries and related benefits paid	(558,702)	(823,465)
General expenses paid	<u>(1,875,107)</u>	<u>(1,368,422)</u>
NET CASH USED BY OPERATING ACTIVITIES	(13,396,293)	(15,247,186)
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received from cash deposits	<u>1,021,277</u>	<u>568,595</u>
NET CASH PROVIDED BY INVESTING ACTIVITIES	1,021,277	568,595
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES		
Loan disbursement to Drinking Water Grant Fund	-	(382,187)
Loan repayment from Drinking Water Grant Fund	1,000,000	-
Grants received from EPA	16,894,597	9,892,461
Advances from (repayments to) State of Delaware	(4,151,488)	4,051,027
Grants received from State of Delaware	<u>1,645,860</u>	<u>3,279,712</u>
NET CASH PROVIDED BY NONCAPITAL FINANCING ACTIVITIES	<u>15,388,969</u>	<u>16,841,013</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	3,013,953	2,162,422
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR	<u>13,279,040</u>	<u>11,116,618</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 16,292,993</u>	<u>\$ 13,279,040</u>

The accompanying notes are an integral part of the financial statements.

STATE OF DELAWARE DRINKING WATER REVOLVING LOAN FUND
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2008 AND 2007

	<u>2008</u>	<u>2007</u>
RECONCILIATION OF OPERATING LOSS TO NET CASH USED BY OPERATING ACTIVITIES		
CASH FLOWS FROM OPERATING ACTIVITIES		
Operating loss	\$ (1,133,985)	\$ (1,203,829)
ADJUSTMENTS TO RECONCILE NET OPERATING LOSS TO NET CASH USED BY OPERATING ACTIVITIES		
Loans receivable	(12,073,947)	(14,108,407)
Interest receivable	<u>(188,361)</u>	<u>65,050</u>
NET CASH USED BY OPERATING ACTIVITIES	<u>\$ (13,396,293)</u>	<u>\$ (15,247,186)</u>

The accompanying notes are an integral part of the financial statements.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of the State of Delaware Drinking Water Revolving Loan Fund (the Fund) is presented to assist in understanding the Fund's financial statements. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

General Background. The State of Delaware Drinking Water Revolving Loan Fund established through Chapter 79, Title 29, Subsection 15 of the Delaware Code, provides financial assistance to eligible public water systems in Delaware for the planning, design and construction of drinking water facilities as well as loans for land acquisition for source water protection purposes. Standard loans made by the Fund must be repaid within 20 to 30 years. All repayments, including interest and principal, must remain in the Fund.

The Fund is administered by the State of Delaware, Department of Health and Social Services (DHSS), Division of Public Health (DPH) under the supervision of the Governor's Cabinet Committee on State Planning Issues. DPH's primary activities include making loans, providing direct assistance and managing the coordination of the Fund to meet the objectives of the Safe Drinking Water Act.

The Fund is funded through federal capitalization grants as established under Section 1452 of the Safe Drinking Water Act. The Act requires the State of Delaware to provide matching funds equal to 20 percent of federal funds received. The grants were issued as follows:

<u>Grant Year</u>	<u>Total Available Funding</u>	<u>Federal Portion</u>	<u>State Portion</u>
1997	\$ 15,070,560	\$ 12,558,800	\$ 2,511,760
1999	17,502,120	14,585,100	2,917,020
2001	9,308,400	7,757,000	1,551,400
2002	9,346,920	7,789,100	1,557,820
2003	9,663,000	8,052,500	1,610,500
2004	9,604,920	8,004,100	1,600,820
2005	9,963,720	8,303,100	1,660,620
2006	9,942,600	8,285,500	1,657,100
2007	<u>9,875,160</u>	<u>8,229,300</u>	<u>1,645,860</u>
Total	<u>\$ 100,277,400</u>	<u>\$ 83,564,500</u>	<u>\$ 16,712,900</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd.)

The 2005 and 2006 matches were deposited by the State into the Fund during fiscal year 2007. The 2007 match was deposited by the State into the Fund during fiscal year 2008.

The Fund is accounted for as an enterprise fund. The Fund is made up of several sub-funds, each of which is considered a separate accounting entity. The sub-funds are described below:

Loan Fund

The primary purpose of the Loan Fund is to serve as a permanent loan fund to make low-interest loans to public water systems.

Set-aside Sub-Funds

The Set-aside sub-funds are used to account for the proceeds of specific grant revenues that are legally restricted to expenditures for specific purposes.

There are four such funds.

1. The 2% Technical Assistance Sub-Fund is used to account for the funds allotted to the State (up to 2% of the total) to provide assistance to public water systems serving 10,000 people or fewer.
2. The 4% Administration Sub-Fund is used to account for the funds allotted to the State (up to 4% of the total) for the reasonable costs of administering the programs under section 1452 and providing technical assistance. These costs may include such activities as issuing debt; program start-up costs; audit costs; financial, management and legal consulting fees; development of an intended use plan and priority ranking system; development of affordability criteria; and cost of support services provided by other State agencies.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd.)

Set-aside Sub-Funds (Cont'd.)

3. The 10% Program Management Sub-Fund is used to account for the funds allotted to the State (up to 10% of the total) to:

- a. administer the State Public Water Supply System (PWSS) program;
- b. administer or provide technical assistance through source water protection programs;
- c. develop and implement a capacity development strategy; and
- d. develop and implement an operator certification program.

The State must provide a dollar for dollar match (100 percent for up to 10 percent of the capitalization grant) for capitalization grant funds used for these purposes. This match is separate, and in addition to, the 20 percent match for the capitalization grant.

4. The 15% Local Assistance Sub-Funds are used to fund several other categories of activities to assist development and implementation of local drinking water protection initiatives with the stipulation that not more than 20% of the capitalization grant amount can be used for any one activity.

Type of Entity and Division of Funds. The Fund's activities are accounted for as a distinct operating unit within the DPH. Accordingly, the financial statements of the Fund are intended to present the financial position and the results of operations of only that portion of the funds and account groups of the State of Delaware that is attributable to the transactions of the Fund.

Adoption of GASB Statement 20. The Fund has adopted the provision of GASB Statement 20, "Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities That Use Proprietary Fund Accounting", which provides for the consistent application or nonapplication to proprietary funds of pronouncements of the Financial Accounting Standards Board (FASB), issued after November 30, 1989. Accordingly, the Fund has elected not to adopt FASB pronouncements issued after November 30, 1989, unless GASB specifically adopts such pronouncements.

Basis of Accounting. The Fund uses the economic resources measurement focus and the accrual basis of accounting. Revenue is recognized when earned and expenses are recognized when the liability is incurred.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd.)

Recognition of Revenues. By the terms of agreements between the State and the EPA, which commenced in fiscal year 1999, federal assistance provided to the Fund is earned when qualified loans and expenditures are made to eligible public water systems. Matching funds provided by the State are considered earned by the same criteria. However, in fiscal year 2002, the State's matching requirement for the Set-aside Funds was met using designated expenditures made for other programs; therefore, no State monies were required to be provided to the Set-aside Funds. The State's matching requirement for the Loan Fund was made using State General Fund monies.

Amounts earned in excess of grant monies received from EPA and the State are recorded as grants receivable, whereas an excess of grant monies received over the amounts earned is recorded as deferred grant revenue. A right of set-off does not exist between the State and EPA.

Cash and Cash Equivalents. For purposes of the statement of cash flows, the Fund considers short-term investments with an original maturity of three months or less to be cash equivalents.

Operating and Non-operating Revenues. The Fund considers revenue from its lending activities in the Loan sub-fund to be operating. It considers revenue from grants and interest income received on cash deposits to be non-operating.

Use of Estimates. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

NOTE 2 CASH AND CASH EQUIVALENTS

Cash. "Cash" as reported on the statement of net assets represents the Fund's allocated share of cash, cash equivalents and investments under the control of the Treasurer of the State of Delaware. All cash deposited with the Treasurer by state agencies is maintained by the Treasurer in various pooled funds. The State Treasurer invests the deposited cash including cash float in short-term securities and other investments. However, the Fund may deposit or withdraw cash at any time without prior notice or penalty. Interest income is credited to the Fund based on the weighted average rate of return on the State's monies applied to the Fund's average daily cash balance. The classification of pooled cash and investments of the Fund is not determinable at the entity level. Pooled investments represent those investments in units of a pool rather than specific securities. As a result, such investments are not categorized as to risk because they are not evidenced by securities that exist in a physical or book-entry form.

The Cash Management Policy Board. The Corporation follows the "Statement of Objectives and Guidelines for the Investments of State of Delaware", of the State's Cash Management Policy Board (the Board). The Board, created by State law, establishes policies for, and the terms, conditions, and other matters relating to, the investment of all money belonging to the State with certain limited exceptions.

Investment Guidelines and Management. The State's Cash Management Policy categorizes all cash and special purpose funds for which the State is financially accountable as follows:

- A. Cash Accounts: Divide the State's available cash into three parts:
 - 1) Collection and Disbursement Accounts,
 - 2) Cash and Liquidity Accounts,
 - 3) Reserve Cash (Intermediate) Accounts.

- B. Special Purpose Accounts. There are two primary types of Special Purpose Accounts:
 - 1) Endowment Accounts,
 - 2) Authority Accounts: The State's Authorities (State Agencies, Local School Districts and Component Units) maintain a variety of fund types, including various operating funds, bond funds and debt service reserve funds.

The Fund's accounts are considered Cash Accounts.

STATE OF DELAWARE
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CASH AND CASH EQUIVALENTS (Cont'd.)

The investment guidelines, adopted by the Board provide, among other things, that no more than 10% of the entire portfolio may be invested in obligations of any one issuer other than the U.S. Government. Investments may be made only in fixed income instruments with maturities of up to five years in certain circumstances. The State's Cash Management Policy is available on the Internet at <http://www.state.de.us/treasure/information/cash.shtml>.

Custodial Credit Risk

Collateralization Requirements. All State deposits are required by law to be collateralized by direct obligations of, or obligations which are guaranteed by, the United States of America, or other suitable obligations as determined by the Board, unless the Board shall find such collateralization not in the best interest of the State. The Board has determined that certificates of deposit and time deposits must be collateralized, unless the bank issuing the certificate has assets of not less than \$5 billion and is rated not lower than "B" by Fitch, Inc. Bank Watch. The Board has also determined that State demand deposits need not be collateralized provided that any bank that holds these funds has had for the last two years, a return on average assets of 0.5% or greater and an average equity-capital ratio of at least 1:20. If the bank does not meet the above criteria, collateral must consist of one or more of the following:

- (a) U.S. Government securities;
- (b) U.S. Government agency securities;
- (c) Federal Home Loan Board letters of credit;
- (d) State of Delaware securities; or
- (e) Securities of a political subdivision of the State with a Moody's Investors Service rating of "A" or better.

Additionally, the bank must ensure that those securities pledged as collateral have a market value equal to or greater than 102% of the ledger balance(s) in the account(s) each day and ensure that securities pledged are identified as held in the State's name and are segregated on the bank's records.

At June 30, 2008, the financial institutions maintaining the Fund's deposits satisfied the criteria listed above and the deposits held by those institutions did not require collateralization.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
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**NOTE 3 AVAILABLE FUNDING, DISBURSEMENTS AND REMAINING
BALANCE BY FUNDING YEAR**

As of June 30, 2008, the Fund had open federal grants totaling \$83,564,500, from which it had made disbursements of \$57,205,081. The breakdown for all grants is as follows:

Loan Fund

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 9,288,036	\$ 9,288,036	\$ -
1999	11,642,600	11,642,600	-
2001	5,852,330	5,852,330	-
2002	5,653,979	5,653,979	-
2003	5,712,775	5,712,775	-
2004	5,522,829	2,629,902	2,892,927
2005	6,281,257	-	6,281,257
2006	6,229,432	-	6,229,432
2007	<u>5,957,099</u>	<u>-</u>	<u>5,957,099</u>
Total	<u>\$ 62,140,337</u>	<u>\$ 40,779,622</u>	<u>\$ 21,360,715</u>

Set-aside Funds

2% Technical Assistance

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 251,176	\$ 251,176	\$ -
1999	291,702	291,702	-
2001	155,140	155,140	-
2002	155,782	155,782	-
2003	161,050	75,133	85,917
2004	160,082	86,937	73,145
2005	166,062	36,388	129,674
2006	149,588	4,460	145,128
2007	<u>164,586</u>	<u>-</u>	<u>164,586</u>
Total	<u>\$ 1,655,168</u>	<u>\$ 1,056,718</u>	<u>\$ 598,450</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
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AVAILABLE FUNDING, DISBURSEMENTS AND REMAINING BALANCE BY FUNDING YEAR (Cont'd.)

4% Administration

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 502,352	\$ 502,352	\$ -
1999	583,404	583,404	-
2001	310,280	310,280	-
2002	311,564	311,564	-
2003	322,100	305,960	16,140
2004	320,164	195,566	124,598
2005	332,124	180,921	151,203
2006	329,284	136,471	192,813
2007	<u>329,172</u>	<u>-</u>	<u>329,172</u>
Total	<u>\$ 3,340,444</u>	<u>\$ 2,526,518</u>	<u>\$ 813,926</u>

10% Program Management

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 633,416	\$ 633,416	\$ -
1999	1,458,510	1,458,510	-
2001	775,700	775,700	-
2002	778,910	778,910	-
2003	805,250	805,250	-
2004	800,410	733,610	66,800
2005	830,310	589,513	240,797
2006	811,893	648,502	163,391
2007	<u>822,930</u>	<u>31,483</u>	<u>791,447</u>
Total	<u>\$ 7,717,329</u>	<u>\$ 6,454,894</u>	<u>\$ 1,262,435</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
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AVAILABLE FUNDING, DISBURSEMENTS AND REMAINING BALANCE BY FUNDING YEAR (Cont'd.)

15% Local Assistance

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 1,883,820	\$ 1,883,820	-
1999	608,884	608,884	-
2001	663,550	663,550	-
2002	888,865	888,865	-
2003	1,051,325	675,392	375,933
2004	1,200,615	768,250	432,365
2005	693,347	555,322	138,025
2006	765,303	322,884	442,419
2007	<u>955,513</u>	<u>20,362</u>	<u>935,151</u>
Total	<u>\$ 8,711,222</u>	<u>\$ 6,387,329</u>	<u>\$ 2,323,893</u>

Total Program Balance

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 12,558,800	\$ 12,558,800	\$ -
1999	14,585,100	14,585,100	-
2001	7,757,000	7,757,000	-
2002	7,789,100	7,789,100	-
2003	8,052,500	7,574,510	477,990
2004	8,004,100	4,414,265	3,589,835
2005	8,303,100	1,362,144	6,940,956
2006	8,285,500	1,112,317	7,173,183
2007	<u>8,229,300</u>	<u>51,845</u>	<u>8,177,455</u>
Total	<u>\$ 83,564,500</u>	<u>\$ 57,205,081</u>	<u>\$ 26,359,419</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
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NOTE 4 UNUSED FEDERAL FUNDS

The following is a summary of the federal cash draws and disbursements executed during fiscal year 2008 and the remaining unused balance for the 2001 - 2007 entitlements as of June 30, 2008:

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>
Begin	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Fed grants	3,709,065	3,360,161	5,264,794	2,367,673	807,501	1,038,079	51,845
Loans	(3,458,597)	(3,006,434)	(2,940,505)	(696,454)	-	4,525	-
Set asides	<u>(250,468)</u>	<u>(353,727)</u>	<u>(2,324,289)</u>	<u>(1,671,219)</u>	<u>(807,501)</u>	<u>(1,042,604)</u>	<u>(51,845)</u>
Unused	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

NOTE 5 GRANTS RECEIVABLE

Grants receivable of \$15,963 and \$4,167,451, as of June 30, 2008 and 2007, respectively, represent amounts due from the Federal government for amounts expended or accrued.

NOTE 6 STATE ADVANCES

The State advances of \$15,963 and \$4,167,451 as of June 30, 2008 and 2007, respectively, represent amounts advanced to the Fund by the State's General Fund in anticipation of reimbursement from Federal grants.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
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NOTE 7 LOANS RECEIVABLE

The loans receivable account is made up of the following major categories.

	Binding Commitments	Loans Receivable 2008	2007
Municipal:			
Town of Felton	\$ 370,000	\$ 256,669	\$ 272,950
Town of Frankford	1,095,000	917,650	973,302
Town of Blades	515,300	420,273	435,761
Town of Milton	643,370	592,148	621,356
City of Wilmington	30,433,501	21,095,088	12,872,726
Town of Greenwood	932,000	932,000	932,000
Town of Dagsboro	1,400,000	1,287,414	1,332,978
Town of Millsboro	2,537,200	651,688	667,276
Town of Laurel	1,083,300	998,380	1,041,389
Town of Smyrna	3,511,000	3,113,901	2,948,393
City of Lewes	2,016,000	1,183,197	1,174,338
Town of Clayton	850,000	850,000	29,680
City of Rehoboth Beach	5,000,000	2,427,011	-
Town of Georgetown	<u>556,500</u>	<u>93,062</u>	<u>10,837</u>
Total Municipal:	50,943,171	34,818,481	23,312,986
Investor-owned:			
Artesian Water Company	12,663,924	6,513,220	6,829,451
Tidewater Utilities, Inc.	9,013,953	6,344,185	5,451,411
J.H. Wilkerson & Son, Inc.	<u>410,800</u>	<u>306,271</u>	<u>312,502</u>
Total Investor-owned	22,088,677	13,163,676	12,593,364
Mobile Home Park:			
Innovative Construction	<u>34,321</u>	<u>24,341</u>	<u>26,201</u>
	73,066,169	48,006,498	35,932,551
Less: Current portion	<u>-</u>	<u>4,113,021</u>	<u>494,103</u>
	<u>\$ 73,066,169</u>	<u>\$ 43,893,477</u>	<u>\$ 35,438,448</u>

Interest charged on these loans ranges from 1.50% to 4.46%. Interest earned on loans receivable was \$1,272,624 and \$983,630 for the years ending June 30, 2008 and 2007, respectively.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
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LOANS RECEIVABLE (Cont'd.)

Loan maturities vary based on individual agreements. General Obligation and Municipal Revenue Bonds are collateral for municipal loans; business assets and real estate are collateral for investor-owned and mobile home park loans.

There is no allowance for doubtful accounts as of June 30, 2008 and 2007. As of June 30, 2008 and 2007, there were no material delinquent loan balances. There were no loan defaults for the years ended June 30, 2008 and 2007. There has been no history of significant bad debts or uncollectible accounts.

Binding Loan Commitments: The Fund has \$73,066,169 of current and future binding loan commitments as of June 30, 2008. EPA had set a binding commitment target of approximately \$66,000,000 through June 30, 2008. The Fund has reached the target as of June 30, 2008.

NOTE 8 DEFERRED REVENUE - STATE MATCH

As of June 30, 2008, the Fund had total available state match funding in its separate cash account as follows:

<u>Grant Year</u>	<u>Committed Portion of Available Funding</u>	<u>Disbursed to Date</u>	<u>Remaining Balance</u>
1997	\$ 2,511,760	\$ 2,511,760	\$ -
1999	2,917,020	2,917,020	-
2001	1,551,400	1,551,400	-
2002	1,557,820	1,557,820	-
2003	1,610,500	1,610,500	-
2004	1,600,820	700,888	899,932
2005	1,660,620	-	1,660,620
2006	1,657,100	-	1,657,100
2007	<u>1,645,860</u>	<u>-</u>	<u>1,645,860</u>
Total	<u>\$ 16,712,900</u>	<u>\$ 10,849,388</u>	<u>\$ 5,863,512</u>

Interest earned on cash deposits totals \$1,021,277 and \$568,595 for the years ending June 30, 2008 and 2007, respectively.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
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NOTE 9 PENSION

Employees of the Fund are considered employees of the State of Delaware ("State") and are covered under The State Employees' Pension Plan. Total pension cost of \$67,510 for 2008 and \$85,266 for 2007 is included in salaries and related benefits. Certain significant plan provisions follow:

Detailed information regarding this plan is available in the Delaware Code and the Rules and Regulations of the Board of Pension Trustees.

Plan Description and Eligibility: The State Employees' Pension Plan is a cost-sharing multiple employer defined benefit plan that covers virtually all full-time or regular part-time employees of the State, including employees of other affiliated entities.

Service Benefits: Final average monthly compensation multiplied by 2.0% and multiplied by years of credited service prior to January 1, 1997 plus final average compensation multiplied by 1.85% and multiplied by years of credited service after December 31, 1996, subject to minimum limitations. For this plan, final average monthly compensation is the monthly average of the highest three years of compensation.

Vesting: Five (5) years of credited service.

Retirement: Age 62 with five (5) years of credited service; age 60 with 15 years of credited service; or after 30 years of credited service at any age.

Disability Benefits: Same as Service Benefits. Employee must have five (5) years of credited service. In lieu of disability pension benefits, over 90% of the members of this plan opted into a disability insurance program offered by the State effective January 1, 2006.

Survivor Benefits: If employee is receiving a pension or is active with at least five (5) years of credited service, eligible survivor receives 50% (or 75% with 3% reduction of benefit) of the benefit the employee would have received at age 62.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

PENSION (Cont'd.)

Contributions:

Employer - Determined by Board of Pension Trustees.
Employee - 3% of earnings in excess of \$6,000.

Death Benefit: \$7,000 per member.

The Delaware Public Employees' Retirement System issues a publicly available financial report that includes financial statements and required supplementary information of the plan. The financial report may be obtained by writing to the State Board of Pension Trustees and Office of Pensions, McArdle Building, Suite #1, 860 Silver Lake Boulevard, Dover, Delaware 19904-2402.

NOTE 10 COMMITMENTS AND CONTINGENCIES

General: The Fund is exposed to various risks of loss related to torts, thefts of assets, errors or omissions, injuries to state employees while performing Fund business, or acts of God.

The State maintains insurance for all risks of loss which is included in the indirect costs charged to the Fund. There have not been any claims against the Fund since its inception.

Lease: The State of Delaware, Department of Administrative Services (DAS), on behalf of the Fund, entered into an operating lease for the office space occupied by the Fund on September 17, 1999. The DAS agreed to execute a First Amendment and Extension of Lease on November 1, 2004. Annual rental under the amended lease is \$61,113 per annum (\$5,259 per month). The DAS further agreed to execute a Second Amendment and Extension of Lease on May 17, 2006. Annual rental under the second amended lease is \$64,260 per annum (\$5,335 per month).

The first extended lease commenced November 1, 2004 and terminated on April 30, 2006. The second extended lease commenced May 1, 2006 and terminates on October 31, 2006. A month-to-month provision is included in the second extended lease until lessee vacates the premises.

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2008

NOTE 11 LOAN TO DRINKING WATER GRANT FUND

The Fund loaned \$891,050 during fiscal year 2005 and \$382,187 during FY 07 (\$1,273,237 in total) to the State of Delaware, Department of Health and Social Services, Division of Public Health, Office of Drinking Water, Drinking Water Grant Fund (DWGF). This loan was made to assist DWGF's shortage of cash available to pay obligations incurred during those fiscal years. DWGF repaid the Fund \$1,000,000 during fiscal year 2008. The balance of \$273,237 is expected to be repaid by DWGF in fiscal year 2009.

SUPPLEMENTARY INFORMATION

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
STATEMENT OF FUND NET ASSETS BY FUND
JUNE 30, 2008

	Loan Fund	2% Technical Assistance	4% Admin- istration	10% Program Management	15% Local Assistance	Total
CURRENT ASSETS						
Cash	\$ 16,292,993	\$ -	\$ -	\$ -	\$ -	\$ 16,292,993
Loans receivable - current portion	4,113,021	-	-	-	-	4,113,021
Loan interest receivable	468,208	-	-	-	-	468,208
Loan to Drinking Water Grant Fund	273,237	-	-	-	-	273,237
Federal grants receivable	-	-	-	-	15,963	15,963
 Total current assets	 21,147,459	 -	 -	 -	 15,963	 21,163,422
NONCURRENT ASSETS						
Loans receivable - net of current portion	43,893,477	-	-	-	-	43,893,477
 Total assets	 <u>\$ 65,040,936</u>	 <u>\$ -</u>	 <u>\$ -</u>	 <u>\$ -</u>	 <u>\$ 15,963</u>	 <u>\$ 65,056,899</u>
 CURRENT LIABILITIES						
State advances	\$ -	\$ -	\$ -	\$ -	\$ 15,963	\$ 15,963
Refundable advance	211,835	-	-	-	-	211,835
 LONG-TERM LIABILITIES						
Deferred revenue - state match	5,863,512	-	-	-	-	5,863,512
 Total liabilities	 6,075,347	 -	 -	 -	 15,963	 6,091,310
 NET ASSETS - unrestricted	 58,965,589	 -	 -	 -	 -	 58,965,589
 Total liabilities and net assets	 <u>\$ 65,040,936</u>	 <u>\$ -</u>	 <u>\$ -</u>	 <u>\$ -</u>	 <u>\$ 15,963</u>	 <u>\$ 65,056,899</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
STATEMENT OF FUND NET ASSETS BY FUND
JUNE 30, 2007

	Loan Fund	2% Technical Assistance	4% Admin- istration	10% Program Management	15% Local Assistance	Total
CURRENT ASSETS						
Cash	\$ 13,279,040	\$ -	\$ -	\$ -	\$ -	\$13,279,040
Loans receivable - current portion	494,103	-	-	-	-	494,103
Loan interest receivable	279,847	-	-	-	-	279,847
Loan from Drinking Water Grant Fund	1,273,237	-	-	-	-	1,273,237
Federal grants receivable	1,503,920	138,689	62,908	1,042,866	1,419,068	4,167,451
Total current assets	16,830,147	138,689	62,908	1,042,866	1,419,068	19,493,678
NONCURRENT ASSETS						
Loans receivable - net of current portion	35,438,448	-	-	-	-	35,438,448
Total assets	\$ 52,268,595	\$ 138,689	\$ 62,908	\$ 1,042,866	\$ 1,419,068	\$54,932,126
CURRENT LIABILITIES						
State advances	\$ 1,503,920	\$ 138,689	\$ 62,908	\$ 1,042,866	\$ 1,419,068	\$ 4,167,451
LONG-TERM LIABILITIES						
Deferred revenue - state match	6,992,476	-	-	-	-	6,992,476
Total liabilities	8,496,396	138,689	62,908	1,042,866	1,419,068	11,159,927
NET ASSETS - unrestricted	43,772,199	-	-	-	-	43,772,199
Total liabilities and net assets	\$ 52,268,595	\$ 138,689	\$ 62,908	\$ 1,042,866	\$ 1,419,068	\$54,932,126

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS BY FUND
FOR THE YEAR ENDED JUNE 30, 2008

	Loan Fund	2% Technical Assistance	4% Adminis- tration	10% Program Management	15% Local Assistance	Total
OPERATING REVENUE						
Interest income - loans	\$ 636,312	\$ -	\$ -	\$ -	\$ -	\$ 636,312
Interest income - administrative fees	636,312	-	-	-	-	636,312
Loan origination fees	27,200	-	-	-	-	27,200
Total operating revenue	1,299,824	-	-	-	-	1,299,824
OPERATING EXPENSES						
Salaries and related benefits	-	8,379	191,778	107,783	250,762	558,702
Contract services	-	50,902	37,570	162,198	209,632	460,302
Indirect costs	-	942	21,471	29,855	25,310	77,578
Subgrants	-	-	99,751	298,912	763,447	1,162,110
Supplies	-	3,617	5,195	8,692	32,535	50,039
Equipment	-	-	-	91,404	17,592	108,996
Training	-	-	-	(1,150)	-	(1,150)
Travel	-	-	471	12,757	4,004	17,232
Total operating expenses	-	63,840	356,236	710,451	1,303,282	2,433,809
Operating income (loss)	1,299,824	(63,840)	(356,236)	(710,451)	(1,303,282)	(1,133,985)
NON-OPERATING REVENUE						
Interest income - cash	1,021,277	-	-	-	-	1,021,277
Grant revenue	10,097,465	-	-	-	-	10,097,465
Grant revenue - set asides	-	63,840	356,236	710,451	1,303,282	2,433,809
State match	2,774,824	-	-	-	-	2,774,824
Total non-operating revenue	13,893,566	63,840	356,236	710,451	1,303,282	16,327,375
CHANGE IN NET ASSETS	15,193,390	-	-	-	-	15,193,390
Net assets, beginning of year	43,772,199	-	-	-	-	43,772,199
Net assets, end of year	<u>\$58,965,589</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$58,965,589</u>

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS BY FUND
FOR THE YEAR ENDED JUNE 30, 2007

	Loan Fund	2% Technical Assistance	4% Adminis- tration	10% Program Management	15% Local Assistance	Total
OPERATING REVENUE						
Interest income - loans	\$ 491,815	\$ -	\$ -	\$ -	\$ -	\$ 491,815
Interest income - administrative fees	491,815	-	-	-	-	491,815
Application fees	4,428	-	-	-	-	4,428
Total operating revenue	988,058	-	-	-	-	988,058
OPERATING EXPENSES						
Salaries and related benefits	-	8,233	138,760	445,710	230,762	823,465
Contract services	-	121,866	1,400	243,862	72,574	439,702
Indirect costs	-	946	16,542	34,978	28,057	80,523
Subgrants	-	-	55,423	257,854	392,466	705,743
Supplies	-	3,334	2,927	12,761	30,465	49,487
Equipment	-	-	11,017	26,655	45,694	83,366
Training	-	-	70	2,036	877	2,983
Travel	-	-	-	5,885	733	6,618
Total operating expenses	-	134,379	226,139	1,029,741	801,628	2,191,887
Operating income (loss)	988,058	(134,379)	(226,139)	(1,029,741)	(801,628)	(1,203,829)
NON-OPERATING REVENUE						
Interest income - cash	568,595	-	-	-	-	568,595
Grant revenue	11,751,600	-	-	-	-	11,751,600
Grant revenue - set asides	-	134,379	226,139	1,029,741	801,628	2,191,887
State match	2,760,303	-	-	-	-	2,760,303
Total non-operating revenue	15,080,498	134,379	226,139	1,029,741	801,628	17,272,385
CHANGE IN NET ASSETS	16,068,556	-	-	-	-	16,068,556
Net assets, beginning of year	27,703,643	-	-	-	-	27,703,643
Net assets, end of year	<u>\$43,772,199</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$43,772,199</u>

STATE OF DELAWARE
DRINKING WATER
REVOLVING LOAN FUND
STATEMENTS OF FUND NET ASSETS BY CLASSIFICATION
JUNE 30, 2008 AND 2007

	2008				2007			
	Federal Administrative Fund	Capital Reserve Loan Fund	Non Federal Administrative Fund	Total	Federal Administrative Fund	Capital Reserve Loan Fund	Non Federal Administrative Fund	Total
ASSETS								
CURRENT ASSETS								
Cash	\$ -	\$ 12,956,616	\$ 3,336,377	\$ 16,292,993	\$ -	\$ 11,738,134	\$ 1,540,906	\$ 13,279,040
Loans receivable - current portion	-	4,113,021	-	4,113,021	-	494,103	-	494,103
Loan interest receivable	-	234,104	-	234,104	-	139,924	-	139,924
Administrative fees receivable	-	-	234,104	234,104	-	-	139,923	139,923
Loan from Drinking Water Grant Fund	-	273,237	-	273,237	-	1,197,387	75,850	1,273,237
Federal grants receivable	15,963	-	-	15,963	2,663,531	1,503,920	-	4,167,451
	15,963	17,576,978	3,570,481	21,163,422	2,663,531	15,073,468	1,756,679	19,493,678
NONCURRENT ASSETS								
Loans receivable - net of current portion	-	43,893,477	-	43,893,477	-	35,438,448	-	35,438,448
TOTAL ASSETS	\$ 15,963	\$ 61,470,455	\$ 3,570,481	\$ 65,056,899	2,663,531	\$ 50,511,916	\$ 1,756,679	\$ 54,932,126
LIABILITIES AND NET ASSETS								
CURRENT LIABILITIES								
State advances	\$ 15,963	\$ -	\$ -	\$ 15,963	\$ 2,663,531	\$ 1,503,920	\$ -	\$ 4,167,451
Refundable advance	-	211,835	-	211,835	-	-	-	-
LONG-TERM LIABILITIES								
Deferred revenue - state match	-	5,863,512	-	5,863,512	-	6,992,476	-	6,992,476
Total liabilities	15,963	6,075,347	-	6,091,310	2,663,531	8,496,396	-	11,159,927
NET ASSETS - unrestricted	-	55,395,108	3,570,481	58,965,589	-	42,015,520	1,756,679	43,772,199
Total liabilities and net assets	\$ 15,963	\$ 61,470,455	\$ 3,570,481	\$ 65,056,899	\$ 2,663,531	\$ 50,511,916	\$ 1,756,679	\$ 54,932,126

STATE OF DELAWARE
DRINKING WATER
REVOLVING LOAN FUND
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN FUND NET ASSETS BY CLASSIFICATION
YEARS ENDED JUNE 30, 2008 AND 2007

	2008				2007			
	Federal Administrative Fund	Capital Reserve Loan Fund	Non Federal Administrative Fund	Total	Federal Administrative Fund	Capital Reserve Loan Fund	Non Federal Administrative Fund	Total
OPERATING REVENUES								
Interest income - loans	\$ -	\$ (45,913)	\$ -	\$ (45,913)	\$ -	\$ 491,815	\$ -	\$ 491,815
Interest income - administrative fees	-	-	1,318,537	1,318,537	-	-	491,815	491,815
Loan origination fees	-	-	27,200	27,200	-	4,428	-	4,428
	-	(45,913)	1,345,737	1,299,824	-	496,243	491,815	988,058
OPERATING EXPENSES								
Salaries and related benefits	558,702	-	-	558,702	823,465	-	-	823,465
Contract services	460,302	-	-	460,302	439,702	-	-	439,702
Indirect costs	77,578	-	-	77,578	80,523	-	-	80,523
Subgrants	1,162,110	-	-	1,162,110	705,743	-	-	705,743
Supplies	50,039	-	-	50,039	49,487	-	-	49,487
Equipment	108,996	-	-	108,996	83,366	-	-	83,366
Training	(1,150)	-	-	(1,150)	2,983	-	-	2,983
Travel	17,232	-	-	17,232	6,618	-	-	6,618
Loans made	-	13,240,903	-	13,240,903	-	14,876,777	-	14,876,777
	2,433,809	13,240,903	-	15,674,712	2,191,887	14,876,777	-	17,068,664
<u>Adjustments to Reconcile</u>								
<u>Reimbursable Expenditures</u>								
<u>to Operating Expenses</u>								
		211,835						
Less: Loans made	-	(13,240,903)	-	(13,240,903)	-	(14,876,777)	-	(14,876,777)
		5,863,512						
TOTAL OPERATING EXPENSES	2,433,809	-	-	2,433,809	2,191,887	-	-	2,191,887
OPERATING INCOME (LOSS)	(2,433,809)	(45,913)	1,345,737	(1,133,985)	(2,191,887)	496,243	491,815	(1,203,829)
NONOPERATING REVENUE								
Interest income - Cash	-	553,212	468,065	1,021,277	-	513,294	55,301	568,595
Contributions - EPA	2,433,809	10,097,465	-	12,531,274	2,191,887	11,751,600	-	13,943,487
Contributions - State	-	2,774,824	-	2,774,824	-	2,760,303	-	2,760,303
	2,433,809	13,425,501	468,065	16,327,375	2,191,887	15,025,197	55,301	17,272,385
CHANGE IN NET ASSETS	-	13,379,588	1,813,802	15,193,390	-	15,521,440	547,116	16,068,556
Net assets, beginning of year	-	42,015,520	1,756,679	43,772,199	-	26,494,080	1,209,563	27,703,643
Net assets, end of year	\$ -	\$ 55,395,108	\$ 3,570,481	\$ 58,965,589	\$ -	\$ 42,015,520	\$ 1,756,679	\$ 43,772,199

Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements in Accordance with Government Auditing Standards

To the Management
Drinking Water Revolving Loan Fund
Dover, Delaware

We have audited the accompanying financial statements of the State of Delaware Drinking Water Revolving Loan Fund (the Fund) as of and for the year ended June 30, 2008, and have issued our report thereon dated August 31, 2008. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Fund's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Fund's internal control over financial reporting.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the Fund's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles such that there is more than a remote likelihood that a misstatement of the Fund's financial statements that is more than inconsequential will not be prevented or detected by the Fund's internal control.

A material weakness is a significant deficiency, or a combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

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Independent Auditors' Report on Internal Control Over
Financial Reporting and on Compliance and Other
Matters Based on an Audit of the Financial Statements
in Accordance with Government Auditing Standards (Cont'd.)

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Fund's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grants agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

This report is intended solely for the information and use of the Fund's management, Environmental Protection Agency, Office of Auditor of Accounts, Office of the Governor, Office of the Controller General, Office of Management and Budget, Office of the Attorney General and the Department of Finance and is not intended to be used and should not be used by anyone other than these specified parties. However, under 29Del.C., Section 10002(d), this report is a public record and its distribution is not limited.

McBride, Shapiro & Co

Wilmington, Delaware
August 31, 2008

STATE OF DELAWARE
DRINKING WATER REVOLVING LOAN FUND
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
FISCAL YEAR ENDED JUNE 30, 2008

CURRENT YEAR FINDINGS

NONE

CURRENT STATUS OF PRIOR YEAR FINDINGS

NONE